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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER DISALLOWING AND EXPUNGING  
PROOFS OF CLAIM NUMBERS 13926,16775, 16770, 16624, AND 16622, AND  
DESIGNATING PROOF OF CLAIM NUMBER 16778 AS A SURVIVING CLAIM  
(APPLE INC., APPLE COMPUTER INTERNATIONAL, AND  
HON HAI PRECISION INDUSTRY COMPANY LTD.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Apple Inc., Apple Computer International, and Hon Hai Precision Industry Company Ltd. (collectively, "Apple") respectfully submit this Joint Stipulation And Agreed Order Disallowing And Expunging Proofs Of Claim Numbers 3926, 16775, 16770, 16624, And 16622, With Surviving Proof Of Claim Number 16778 (Apple Inc., Apple Computer International, and Hon Hai Precision Industry Company Ltd.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 31, 2006, Apple filed proof of claim number 13926 against Delphi, which, among other things, asserts a claim comprised of both pre- and post-petition amounts allegedly owing to Apple from Delphi in the combined amount of at least \$5,578,615.86 ("Claim 13926") stemming from goods received.

WHEREAS, on or about July 5, 2007, Apple filed an amendment to Claim 13926, which, among other things, amended the amount sought by Apple from Delphi to at least \$6,657,385 plus projected liabilities of \$963,751. Such amended proof of claim has been designated as both proof of claim number 16622 ("Claim 16622") and claim number 16624 ("Claim 16624," and together with Claim 16622, the "First Amended Claim").

WHEREAS, on or about January 8, 2008, Apple further amended its claim against Delphi by filing a second amended proof of claim, which has been designated in the claims register as three distinct claims, claim numbers 16770 ("Claim 16770"), 16775 ("Claim 16775") and 16778 ("Claim 16678," and collectively with Claim 16770 and Claim 16775, the

“Second Amended Claim”). Among other things, the Second Amended Claim asserts a prepetition claim against Delphi of at least \$2,563,690.47, a post-petition claim against Delphi of at least \$4,471,861.95, and projects potential additional liabilities against Delphi of at least \$5,016,030, each as calculated as of November 10, 2007.

WHEREAS, on February 15, 2008, the Debtors objected to Claim 13926, Claim 16622, Claim 16624, Claim 16770, and Claim 16775 pursuant to the Debtors' Twenty-Sixth Omnibus Objection Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Duplicate or Amended Claims, (B) Untimely Claims not Reflected on Debtors' Books and Records, (C) Untimely Claims, and (D) Claims Subject to Modification and Modified Claim Asserting Reclamation (Docket No. 12686) (the "Twenty-Sixth Omnibus Claims Objection").

WHEREAS, to resolve the Twenty-Sixth Omnibus Claims Objection with respect to Claim 13926, Claim 16622, Claim 16624, Claim 16770, and Claim 16775, Delphi and Apple entered into this stipulation (the "Stipulation").

WHEREAS, Delphi is authorized to enter into the Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Apple stipulate and agree as follows:

1. Each of Claim 13926, Claim 16622, Claim 16624, Claim 16770, and Claim 16775 shall be disallowed and expunged in its entirety.
2. Claim 16778 shall remain on the Debtors' claims register as the Second Amended Claim and be referenced as an amendment to Apple's originally filed proof of claim

(Claim 13296), which was filed prior to the bar date set for the filing of proofs of claims in this case, and shall therefore relate back to the date Claim 13296 was filed.

3. Claim 16778 shall remain subject to future objection by the Debtors and other parties-in-interest.

So Ordered in New York, New York, this 15th day of September, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

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